

Receipt Number: 16914

File Number NS014742



CERTIFICATE_OF_INCORPORATION

For

CONCERNED CITIZENS OF HANSON COUNTY, INC.

Filed at the request of:

SHAWN R TORNOW
TORNOW LAW FIRM
PO BOX 90748
SIOUX FALLS SD 57109

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Wednesday, January 11, 2012**


Secretary of State

Fee Received: \$30.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Incorporation Nonprofit Corporation

ORGANIZATIONAL ID #: NS014742

I, **Jason M. Gant**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of **CONCERNED CITIZENS OF HANSON COUNTY, INC.** duly signed and verified, pursuant to the provisions of the South Dakota Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issued this Certificate of Incorporation and attach hereto a duplicate of the Articles of Incorporation.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this January 11, 2012.

Jason M. Gant
Secretary of State

Cert of Incorp Non Profit Merge

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Litho in U.S.A.

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Filed this 11th day of Jan, 2012
Jason Sant
SECRETARY OF STATE

SOUTH DAKOTA NONPROFIT
ARTICLES OF INCORPORATION
OF

RECEIVED
JAN 10 2012
S.D. SEC. OF STATE

CONCERNED CITIZENS OF HANSON COUNTY, INC.

TO THE SECRETARY OF STATE OF THE STATE OF SOUTH DAKOTA:

The undersigned, acting as incorporators of a corporation under the South Dakota Codified Laws (SDCL) 47-22 (as amended), adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is Concerned Citizens of Hanson County, Inc. It is organized under SDCL Chapter 47-22 (as amended).

ARTICLE II
CORPORATE EXISTENCE

The corporate existence of this corporation shall begin on the date the Certificate of Incorporation is issued by the Secretary of State of South Dakota and shall continue perpetually thereafter unless dissolved as provided by law.

ARTICLE III
PURPOSES AND POWERS

The corporation is organized exclusively for the purpose of receiving and administering funds for the general purposes of agricultural preservation and conservation of natural resources in and around Hanson County, including, but not limited to, water consumption and/or water or ground pollution. The purposes of the corporation shall include, but not necessarily be limited to the following: agricultural and political awareness, civic-oriented and educational purposes.

As a means of accomplishing the foregoing purposes, the corporation shall have all of the general powers set forth in SDCL Chapter 47-22 through 47-28 (as amended), inclusive and as it may hereafter be amended. These general powers may be exercised exclusively for the attainment of the purposes of the corporation as set forth in this Article.

ARTICLE IV
OTHER ACTIVITIES

Such Corporation shall, under the provisions of these Articles of Incorporation, be allowed to pursue its corporate purposes by, in part, but not limited to, carrying on activities of making information or ideas available to the public.

No part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

ARTICLE V INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The physical address of its initial registered office in the State of South Dakota is 4309 South Louise Avenue, Suite 101, Sioux Falls, South Dakota 57106-2214, while the mailing address for such registered agent is PO Box 90748, Sioux Falls, South Dakota 57109-0748, and the name of its initial registered agent at such address is R. Shawn Tornow, Tornow Law Office, P.C.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors may be changed by the Board of Directors upon the adoption of Bylaws for the corporation and by any subsequent amendment to the Bylaws adopted by the Board of Directors. The names and addresses of the persons who are to serve as the initial directors are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------------------|--|
| 1. Robert Bender, President | 42006 248th Street, Fulton, SD 57340 |
| 2. Stacey Nelson, Secretary | 24739 420th Avenue, Fulton, SD 57340 |
| 3. Richard Dewald, Treasurer | 42406 246th Street, Canova, SD 57321 |
| 4. Jason Hanson | 24849 241st Street, Alexandria, SD 57311 |
| 5. David Kayser | 42046 257th Avenue, Alexandria, SD 57311 |
| 6. Donald Patzlaff | 24947 424th Street, Alexandria, SD 57311 |
| 7. Kenneth Tuschen | 25262 426th Street, Alexandria, SD 57311 |

The Board of Directors will be elected and/or appointed by the initial Board of Directors and Incorporators. Thereafter, the existing Board of Directors will elect and/or appoint subsequent Board of Directors pursuant to the Bylaws.

ARTICLE VII MEMBERS

The Corporation shall have no members.

ARTICLE VIII DISSOLUTION PROVISIONS

The Corporation, at the time of dissolution, will distribute any remaining corporation funds that may not be otherwise obligated for payment of fees and expenses in the manner determined by the Board of Directors.

ARTICLE IX EXEMPTION OF PRIVATE PROPERTY

Consistent with SDCL 47-23-2.1, no director, trustee or officer serving without compensation, other than reimbursement for actual expenses, is liable, and no cause of action may be brought, for damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such director, trustee, or officer while

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acting in his or her official capacity as such director, trustee or officer, unless the act or omission involved willful or wanton misconduct. If South Dakota law is hereafter changed to mandate or permit further elimination or limitation of the liability of the corporation's directors, officers, employees, members and volunteers, then the liability of the corporation's directors, officers, employees, members and volunteers shall be eliminated or limited to the full extent then permitted.

ARTICLE X INCORPORATORS

The name and address of the incorporators are:

- | | |
|--------------------|--------------------------------------|
| 1.) Robert Bender | 42006 248th Street, Fulton, SD 57340 |
| 2.) Stacey Nelson | 24739 420th Avenue, Fulton, SD 57340 |
| 3.) Richard Dewald | 42406 246th Street, Canova, SD 57321 |

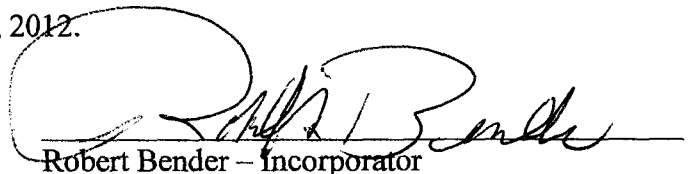
ARTICLE XI APPOINTMENT OF DIRECTORS

The Board of Directors shall be selected for a term to be determined pursuant to the terms of the Bylaws.

ARTICLE XII AMENDMENTS

These Articles of Incorporation may be amended at anytime and from time to time as provided by SDCL 47-22, but no amendment shall be adopted which deprives the corporation of tax exempt status under the Internal Revenue Code of 1986, as amended.

Dated this 9 day of January, 2012.




Robert Bender – Incorporator

STATE OF SOUTH DAKOTA)
:SS
COUNTY OF HANSON)

On this 9 day of January, 2012, before me, the undersigned officer, personally appeared Robert Bender, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

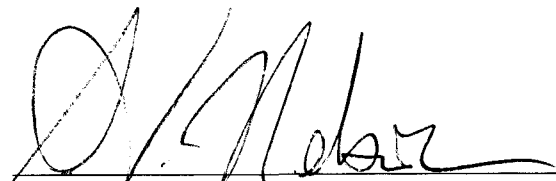
IN WITNESS WHEREOF, I hereunto set my hand and official seal.

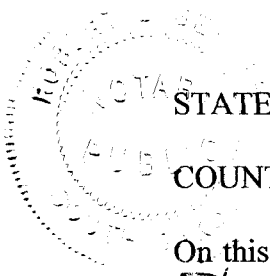


Notary Public
My Commission Expires: 3.4.16.

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Dated this 11th day of January, 2012.

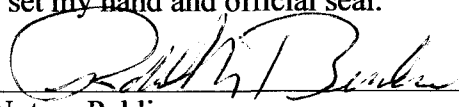

Stacey Nelson – Incorporator



STATE OF SOUTH DAKOTA)
:SS
COUNTY OF HANSON)

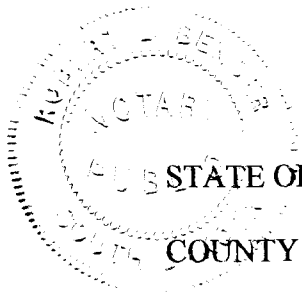
On this 11 day of January, 2012, before me, the undersigned officer, personally appeared Stacey Nelson, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public
My Commission Expires: 2-28-2014

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Dated this 11 day of January, 2012.



Richard Dewald
Richard Dewald – Incorporator

STATE OF SOUTH DAKOTA)
:SS
COUNTY OF HANSON)

On this 11 day of January, 2012, before me, the undersigned officer, personally appeared Richard Dewald, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Robert Dewald
Notary Public
My Commission Expires: 2-28-2014